

EXHIBIT D

FRANKLIN I. OGELE (FO-oo40)
LAW OFFICE OF FRANKLIN OGELE
ONE GATEWAY CENTER, SUITE 2600
NEWARK, NJ 07102
ATTORNEY FOR OLIVER L. VELEZ

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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OLIVER L. VELEZ

INDEX #07/112799

Plaintiff

CIVIL ACTION #07-CV-08524 (AKH)

vs.

ATTORNEY'S AFFIRMATION

FINANCIAL INDUSTRY
REGULATORY AUTHORITY
GREG CAPRA AND
PRISTINE CAPITAL HOLDINGS, INC.

Defendants

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FRANKLIN I. OGELE, an Attorney duly admitted to practice law in the State of New York and before this Court, affirms under penalty of perjury and says:

1. I am the Attorney for Oliver L. Velez ("Velez"), and I have knowledge of the facts set forth herein. I submit this affirmation in support of Velez's Reply in Opposition to Defendants' Motion to Compel Arbitration, and in further Opposition to Defendants' Motion for Removal of NYS Index #07-CV-08524 and for Attorney Fees and Costs.

2. The grounds for the Motion to Remand, to Dismiss and for Attorney Fees and Costs are as follows:

- i. There is no federal subject matter jurisdiction in both the Arbitration Complaint and Velez' Motion to Stay Arbitration;
- ii. There is no diversity of citizenship among the defendants.

iii. I contacted the State of Florida Department of State, Division of Corporations to determine whether Pristine Capital is registered with the Florida Division of Corporations and there is no record of active registration.

iv. I also conducted a search of State of Florida Department of State, Division of Corporations database and there is no record showing that Pristine Capital is currently registered to do business in Florida. In addition, I conducted a search of Pristine Capital's website and it shows that Pristine Capital's corporate offices is in White Plains, NY and the phone number for contacting the corporate offices is a White Plains, NY number.

v. The case law and federal removal statute permit a litigant who prevails in a remand action to petition the Court for fees and costs.

3. Attached to this Affirmation is the Schedule for Additional Attorney Fees and Costs owed to me by Velez for litigating this matter.

4. I have over 25 years of experience as a financial services industry professional. I have worked for Deloitte and Touché as a Staff Accountant, for the National Association of Securities Dealers, Inc. (now known as FINRA) as a Securities Industry Regulator/Examiner, for ABN Amro Securities (USA), Inc. as Vice President and General Counsel, for Santander Investment USA Inc., as Vice President and Counsel, for the Law Firm of Singer Zamansky LLP as Broker-Dealer Partner and for Domestic Securities, Inc., as Senior Vice President and Associate General Counsel.

5. I have been quoted in Global Compliance Reporter (December 2, 1996) on Global Q & A on Cross-Border Compliance, Global Compliance Reporter (January 13, 1997), on Global Q & A on Domination and Control in Foreign Securities.

6. I secured the Rule Interpretation¹, which aided the growth of direct access electronic trading industry (“Securities Day Trading Industry”) by establishing for the first time the concept of Order Entry and Account Access Centers, which allowed day trading firms to establish branch operations without the time-consuming process of obtaining prior regulatory approval.

7. I have also testified before the Staff of the United States Senate in the matter of Day Trading: Case Studies and Conclusions. See Report Prepared by The Permanent Subcommittee On Investigations of the Committee On Governmental Affairs, United States Senate, 106th Congress, 2nd Session, Report #106-364.

8. I hold the following securities industry licenses:

- Series 7 – NASD Registered Representative License
- Series 8 – New York Stock Exchange Branch Manager License
- Series 14 – New York Stock Exchange Compliance Manager License
- Series 24 – General Principal License
- Series 27 – Financial and Operations Principal License
- Series 63 – Uniform State Securities Law License.

9. Upon information and belief, my billing rate is competitive with the billing rates of my former law partners; namely Bill Singer, Esq. of Stark & Stark, Aegis Frumento, Esq. of Duane Morris LLP, Jacob Zamansky, Esq. Linda Lerner, Esq. of Debevoise & Plimpton LLP and David Selengut, Esq. of Ellenoff Grossman & Schole LLP.

10. For reasons set forth above, the Court should (1) Remand the above matter to the New York Supreme Court and (2) Order Capra and Pristine Capital to pay the Attorney Fees and Costs herein.

¹ The term “Rule Interpretation” as used in proceedings before FINRA (formerly the NASD) is same as “No Action Letter” in proceedings before the United States Securities and Exchange Commission.

Affirmed this 4th day of January 2008

____s/s_____
Franklin I. Ogele, Esq.

AttnyAffirmation3

FRANKLIN I. OGELE***Attorney at Law***

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January 4, 2008

**SCHEDULE OF ADDITIONAL BILLABLE HOURS
AND ATTORNEY FEES FOR PREPARATION AND
FILING OF REPLY IN OPPOSITION TO COMPEL
ARBITRATION AND IN FURTHER OPPOSITIOON
TO DEFENDANTS MOTION FOR REMOVAL**

12/26/07	Researched case law and commenced Drafting Reply 3hrs/\$400/per	\$1,200.00
12/27/07	Contd. drafting of Reply 4hrs/\$400/hr	\$1,600.00
12/31/07	Completed first draft of the Reply papers; Declarations of Oliver Velez and Counsel and Supporting documents 7hrs/\$400/hr	\$2,800.00
	Out of Pocket – Retrieval of June 2007 Trial Transcript	151.20
1/2/08	Revisions of Reply papers, scanning And collating of supporting exhibits 5hrs/\$400/hr	\$2,000.00
	Out of Pocket Kinkos Scanning and PDF Conversion	\$15.89
Total Additional Fees and Costs		\$7,767.09
Add Cots and Fees per Prior Submission		\$30,178.22
Total Amount Due		<u>\$37,954.31</u>

EXHIBITD

